

POLICIES OF THE BOARD

POLICY TYPE: **ENDS**

DATE OF ADOPTION: **JULY 19, 2013**

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| Policy Title: | Purpose and Priorities |
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The Metropolitan Human Services District (MHSD) fulfills its statutory role as the planning body for behavioral health and developmental disability services for residents of Orleans, Plaquemines and St. Bernard parishes by ensuring that eligible residents in these parishes have access to person centered and recovery focused supports designed to optimize their role in the community.

This end will be accomplished within the constraints of available resources, the efficient use of these resources, and in compliance with applicable law.

1. The target population is adults, youth and children with serious and disabling mental illness, addictive disorders and/or are eligible under state guidelines for developmental disability services.
1. Priority will be given to providing care coordination through a single point of entry, a continuum of crisis care, and ensuring that service gaps are addressed.
2. The focus will be on maintaining individuals outside of institutions or higher levels of care.
3. MHSD will be the “funder of last resort” using its resources for services for which there is no other source of funding.
 - a. when services do not exist, resources may be used to help establish programs that will meet the need and that have the potential to become self-sustaining.
5. The focus will be on integration of services for co- or tri-occurring diagnoses.
6. Whenever possible MHSD will work in partnership with other organizations to accomplish these goals.
7. As funding allows, prevention at all levels will be incorporated into programmatic efforts.
8. Opportunities to secure additional funding that will further the organizational ends will be pursued when they become available and providing there will be a positive net gain (the amount of potential funding is greater than the resources required to pursue it).

POLICIES OF THE BOARD

POLICY TYPE: EXECUTIVE LIMITATIONS

DATE OF ADOPTION: MARCH 25, 2011

Global Executive Constraint

The Executive Director* shall not cause or allow any practice, activity, decision, or organizational circumstance that is either unlawful, imprudent, or in violation of community accepted business, governmental, and professional ethics.

Policy Title: Treatment Of Consumers

Global Policy prohibition: With respect to interactions with clients or those applying to be clients, the Executive Director shall not cause or allow conditions, procedures, or decisions that are unsafe, undignified, disrespectful, unnecessarily intrusive, or that fail to provide appropriate confidentiality or privacy.

Policy Prohibition: Use methods of collecting, viewing, transmitting, or storing client information that fail to protect against improper access to the material elicited.

Policy Prohibition: Maintain facilities that fail to provide a reasonable level of privacy, both visual and aural.

Policy Prohibition: Fail to establish with clients a clear understanding of what may be expected and not expected from the service offered.

Policy Prohibition: Fail to inform clients of the policies that relate to them, or to provide a grievance process to those who believe that they have not been accorded a reasonable interpretation of their rights under this policy.

Policy Title: Treatment Of Staff

Global policy prohibition: With respect to the treatment of paid and volunteer staff, the Executive Director may not cause or allow conditions that are unfair or undignified.

Policy Prohibition: Operate without written personnel policies that clarify personnel rules for staff, provide for effective handling of grievances, and protect against wrongful conditions such as nepotism and grossly preferential treatment for personal reasons.

*Policies related to the Executive Director apply to an Acting Executive Director should one be in place.

POLICIES OF THE BOARD

POLICY TYPE: EXECUTIVE LIMITATIONS

DATE OF ADOPTION: MARCH 25, 2011

Policy Title: Financial Planning And Budgeting

Global Policy prohibition: Financial planning for any fiscal year or the remaining part of any fiscal year shall not deviate materially from the board's Ends priorities, risk fiscal jeopardy.

Policy Prohibition: allow budgeting that plans the expenditure in any fiscal year of more funds than are conservatively projected to be received in that period.

Policy Title: Financial Conditions And Activities

Global Policy prohibition: With respect to actual, ongoing financial condition and activities, the Executive Director shall not cause or allow the development of fiscal jeopardy or a material deviation of actual expenditures from board priorities established in Ends policies.

Policy Prohibition: Fail to follow applicable accounting principles and best practices.

Policy Prohibition: Make a single purchase or commitment equal to or greater than \$300,000, increase the maximum on a previously approved contract, or amend a contract so that it exceeds \$300,000 in one fiscal year without Board approval or fail to provide the Board with sufficient information to fulfill its due diligence responsibilities, including RFP and selection process, number of proposals received, rating of each recommended proposal and Executive Director assurance that recommendations meet legal requirements and adhere to MHSD policies.

Policy Title: Emergency Executive Director Succession

Global Policy prohibition: In order to protect the board from sudden loss of Executive Director services, the Executive Director may have no fewer than two other executives familiar with board and Executive Director issues and processes.

Policy Prohibition: Fail to ensure that the Chief of Staff, the Medical Director and the Chief Financial Officer are appropriately informed about issues and processes and prepared to carry out the following board policy.

*Policies related to the Executive Director apply to an Acting Executive Director should one be in place.

POLICIES OF THE BOARD

POLICY TYPE: EXECUTIVE LIMITATIONS

DATE OF ADOPTION: MARCH 25, 2011

In the event of an unplanned absence of the Executive Director, the Chief of Staff will immediately inform the Board Chair of the absence. The Chief of Staff will serve as Acting Executive Director in the absence of the Executive Director. Should the Chief of Staff be unable to fulfill these responsibilities, the back-up appointee is the Chief Financial Officer. The Acting Executive Director will have the full authority of decision-making and independent action as the regular Executive Director.

Policy Title: Asset Protection

Global Policy prohibition: The Executive Director shall not allow agency assets to be unprotected, inadequately maintained, or unnecessarily risked.

Policy Prohibition: Fail to provide appropriate checks and balances to ensure limited access to material funds by employees or contractors.

Policy Prohibition: Subject plant and equipment to improper wear and tear or insufficient maintenance.

Policy Prohibition: Unnecessarily expose the organization, its board, or staff to claims of liability.

Policy Prohibition: Make any purchase that fails to comply with applicable state regulations & laws.

Policy Prohibition: Fail to protect intellectual property, information, and files from loss or significant damage.

Policy Prohibition: Receive, process, or disburse funds under controls that are insufficient to meet the state auditor's standards.

Policy Prohibition: Endanger the organization's public image or credibility, especially in ways that would hinder its accomplishment of mission.

Policy Prohibition: Fail to protect and account for moveable property.

*Policies related to the Executive Director apply to an Acting Executive Director should one be in place.

POLICIES OF THE BOARD

POLICY TYPE: EXECUTIVE LIMITATIONS

DATE OF ADOPTION: MARCH 25, 2011

Policy Title: Compensation And Benefits

Global Policy prohibition: With respect to employment, compensation, and benefits to employees, consultants, contract workers, and volunteers, the Executive Director shall not cause or allow jeopardy to fiscal integrity or public image.

Policy Prohibition: Change his or her own compensation and benefits.

Policy Prohibition: Promise or imply permanent or guaranteed employment to employees, consultants, contract workers, and volunteers.

Policy Prohibition: Establish current compensation and benefits that deviate from civil service salaries, and in the case of unclassified employees, deviate materially from the geographic or professional market for the skills employed.

Policy Prohibition: Fail to comply with all applicable Louisiana State Civil Service Provisions.

Policy Title: Ends Focus Of Grants Or Contracts

Global Policy prohibition: The Executive Director may not enter into any grant or contract arrangements that fail to emphasize primarily the production of Ends and, secondarily, the avoidance of unacceptable Means.

Policy Prohibition: Allow methods and activities that would allow grant and/or contract funds to be used in imprudent, unlawful, or unethical ways.

Policy Prohibition: Fail to assess and consider an applicant's capability to produce appropriately targeted, efficient results.

POLICIES OF THE BOARD

POLICY TYPE: EXECUTIVE LIMITATIONS

DATE OF ADOPTION: MARCH 25, 2011

Policy Title: Communication With And Support To The Board

Global Policy prohibition: The Executive Director shall not permit the board to be uninformed or unsupported in its work.

Accordingly, the Executive Director shall not:

1. Neglect to submit monitoring data required by the board in a timely, accurate, and understandable fashion, directly addressing the provisions of board policies being monitored.
 2. Let the board be unaware of relevant trends, anticipated adverse media coverage, material external and internal changes particularly changes in the assumptions upon which any board policy has previously been established.
 3. Fail to advise the board if, in the Executive Director's opinion, the board is not in compliance with its own policies on Governance Process and Board/Executive Director linkage, particularly in the case of board behavior that is detrimental to the work relationship between the board and the Executive Director.
 4. Fail to marshal for the board as many staff and external points of view, issues, opinions, and options as needed for fully informed board choices.
 5. Present information in unnecessarily complex or lengthy form or in a form that fails to differentiate among information of three types: monitoring, decision preparation, and other.
 6. Fail to provide a mechanism for official board, officer, or committee communications.
 7. Fail to deal with the board as a whole except when a) fulfilling individual requests for information or b) responding to officers or committees duly charged by the board.
 8. Fail to report in a timely manner an actual or anticipated non-compliance with any policy of the board.
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POLICIES OF THE BOARD

POLICY TYPE: **GOVERNANCE PROCESS**

DATE OF ADOPTION: **DECEMBER 17, 2010**

Policy Title: **Global Governance Commitment**

The purpose of the board, on behalf of the community, is to see to it that the District achieves appropriate results for appropriate persons at an appropriate cost and is in compliance with the terms of the enabling legislation.

Policy Title: **Governing Style**

The board will govern with an emphasis on 1) outward vision rather than internal preoccupation, 2) encouragement of diversity in viewpoints, 3) strategic leadership rather than administrative detail, 4) clear distinction of board and executive director roles, 5) collective rather than individual decisions, 6) future rather than past or present, and 7) proactively rather than reactively.

Accordingly

1. The board will cultivate a sense of group responsibility. The board, not the staff, will be responsible for excellence in governing. The board will be the initiator of policy, not merely a reactor to staff initiatives. The board will use the expertise of individual members to enhance the ability of the board as a body rather than to substitute individual judgments for the board's values.
2. The board will allow no officer, individual, or committee of the board to hinder or be an excuse for not fulfilling board commitments.
3. The board will direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the board's values and perspectives about Ends to be achieved and Means to be avoided. The board's major policy focus will be on the intended long-term effect outside the organization, not on the administrative or programmatic means of attaining those effects.
4. The board will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation, policy-making principles, respect of roles, and ensuring continuance of governance capability.
5. Continual board development will include orientation of new board members in the board's governance process and periodic board discussion of process improvement.
6. The board will monitor and discuss the board's process and performance at each meeting. Self-monitoring will include comparison of board activity to policies in the Governance Process and Board-Executive Director Linkage categories.

*Policies related to the Executive Director apply to an Acting Executive Director should one be in place.

POLICIES OF THE BOARD

POLICY TYPE: GOVERNANCE PROCESS

DATE OF ADOPTION: DECEMBER 17, 2010

Policy Title: Board Job Description

The job of the board is to represent the community in determining and demanding appropriate organizational performance.

Accordingly:

1. The board will produce the link between the District and the community.
2. The board will produce written governing policies that, at the broadest levels, address each category of organizational decisions.
 - a. *Ends*. Organizational products, effects, benefits, outcomes, recipients, and their relative worth (what good for which recipients at what cost).
 - b. *Executive Guidelines*. Constraints on executive authority that establish the prudence and ethics boundaries within which all executive activity and decisions must take place.
 - c. *Governance Process*. Specification of how the board conceives, carries out, and monitors its own task.
3. Board/Executive Director Linkage. How power is delegated and its proper use monitored; the Executive Director role, authority, and accountability.
4. The board will produce assurance of Executive Director performance (against policies in 2a and 2b).

Policy Title: Agenda Planning

To accomplish its job products with a governance style consistent with board policies, the board will follow an annual agenda that 1) completes re-exploration of Ends policies annually and 2) continually improves board performance through board education and enriched input and deliberation.

Accordingly:

1. The cycle will conclude each year at the May meeting so that administrative planning and budgeting can be based on accomplishing a one-year segment of the board's most recent statement of long-term Ends.
2. The cycle will start with the board's development of its agenda for the coming year.
 - a. Consultation with selected groups in the ownership or other methods of gaining ownership input will be determined and arranged in the first quarter, to be implemented throughout the balance of the year.
 - b. Governance education and education related to Ends determination (for example, presentation by futurists, demographers, advocacy groups and staff) will be arranged in the first quarter, to be held during the balance of the year.

POLICIES OF THE BOARD

POLICY TYPE: **GOVERNANCE PROCESS**

DATE OF ADOPTION: **DECEMBER 17, 2010**

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3. Throughout the year, the board will attend to consent agenda items as expeditiously as possible.
 4. Executive Director monitoring will be included on the agenda if monitoring reports show policy violations or if policy criteria are to be debated.
 5. Executive Director remuneration will be decided in January after a review of monitoring reports received in the previous year.

Policy Title: **Chairperson's Role**

The chairperson assures the integrity of the board's process, and secondarily, occasionally represents the board to outside parties.

Accordingly:

1. The job result of the chairperson is that the board behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.
 - a. Meeting discussion content will be only those issues that, according to board policy, clearly belong to the board to decide, not the Executive Director.
 - b. Deliberation will be fair, open, and thorough but also timely, orderly, and kept to the point.
2. The authority of the chairperson consists in making decisions that fall within topics covered by board policies, Governance Process, and Board/Executive Director Linkage, except where the board specifically delegates portions of this authority to others. The chairperson is authorized to use any reasonable interpretation of the provisions in these policies.
3. The chairperson is empowered to chair board meetings with all the commonly accepted power of that position (for example, ruling, recognizing).
4. The chairperson has no authority to make decisions about policies created by the board within Ends and Executive Limitations policy areas. Therefore, the chairperson has no authority to supervise or direct the Executive Director.
5. The chairperson may represent the board to outside parties in announcing board-stated positions and in stating chair decisions and interpretations within the areas delegated to her or him.
6. The chairperson may appoint committees, taskforces, or workgroups as needed to carry out the Ends of the District. After the work is completed, a report is made to the board, and unless otherwise continued by the chairperson or board, any appointments shall dissolve without any action of the chairperson or board.
7. The chairperson may delegate this authority but remains accountable for its uses.

POLICIES OF THE BOARD

POLICY TYPE: **GOVERNANCE PROCESS**

DATE OF ADOPTION: **DECEMBER 17, 2010**

Policy Title: **Board Members' Code Of Conduct And Conflict Of Interest**

The board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as board members.

Accordingly:

1. Members must represent unconflicted loyalty to the interests of the community. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other boards or staffs. It also supersedes the personal interest of any board member acting as a consumer of the organization's services.
2. Board members must avoid conflict of interest for their fiduciary responsibility. This policy is intended to supplement, but not replace any applicable state laws governing conflicts.
 - a. There must be no self-dealing or any conduct of private business or personal services between any board member and the organization except as procedurally controlled to assure openness, competitive opportunity, and equal access to inside information.
 - b. When the board is to decide upon an issue about which a member has an unavoidable conflict of interest, that member shall absent herself or himself without comment from not only the vote but also from the deliberation.
 - c. Board members must not use their positions to obtain employment for themselves, family members, or close associates. Should a member desire employment, he or she must first resign.
 - d. Members will annually disclose their involvements with other organizations, with vendors, or any other associations that might produce a conflict.
3. Board members may not attempt to exercise individual authority over the District except as explicitly set forth in board policies.
 - a. Members' interactions with the Executive Director or with staff must recognize the lack of authority vested in individuals except when explicitly board-authorized.
 - b. Members' interactions with public, press, or other entities must recognize the same limitation and the inability of any board member to speak for the board except to repeat explicitly stated board decisions.
 - c. Members will give no consequence or voice to individual judgments of Executive or staff performance.
4. Members will respect the confidentially appropriate to issues of a sensitive nature.

POLICIES OF THE BOARD

POLICY TYPE: **GOVERNANCE PROCESS**

DATE OF ADOPTION: **DECEMBER 17, 2010**

Policy Title: **Board Committee Principles**

Board committees, when used, will be assigned so as to reinforce the wholeness of the board's job and so as never to interfere with delegation from board to Executive Director.

Accordingly:

1. Board committees are to help the board do its job, never to help or advise the staff. Committees ordinarily will assist the board by preparing policy alternatives and implications for board deliberation. In keeping with the board's broader focus, board committees will normally not have dealings with current staff operations. Requests made to staff will be directed through the Executive Director.
2. Board committees may not speak or act for the board except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the Executive Director.
3. Board committees cannot exercise authority over staff. Because the Executive Director works for the full board, he or she will not be required to obtain approval of a board committee before an executive action.
4. Board committees are to avoid over-identification with organizational parts, rather than the whole. Therefore, a board committee that has helped create policy on some topic will not be used to monitor organizational performance on the same topic.
5. Committees will be used sparingly and ordinarily in an *ad hoc* capacity.
6. This policy applies to any group that is formed by board action, whether or not it is called a committee and regardless of whether the group includes board members. It does not apply to committees formed under the authority of the Executive Director.

POLICIES OF THE BOARD

POLICY TYPE: **GOVERNANCE PROCESS**

DATE OF ADOPTION: **DECEMBER 17, 2010**

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| Policy Title: | Cost Of Governance |
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Because poor governance costs more than learning to govern well, the board will invest in its governance capacity.

Accordingly:

1. Board skills, methods, and supports will be sufficient to assure governing with excellence.
 - a. Training and retraining will be used liberally to orient new members and candidates for membership, as well as to maintain and increase existing member skills and understandings.
 - b. Outside monitoring assistance will be utilized so that the board can exercise confident control over organizational performance. This includes but is not limited to a fiscal audit.
 - c. Outreach mechanisms will be used as needed to ensure the board's ability to listen to community viewpoints and values.
2. A budget will be established to cover costs of governance activities including routine operational expenses and board training, conferences and workshops, third party monitoring, and activities to connect to stakeholders. Cost will be prudently incurred and in compliance with state law.

POLICIES OF THE BOARD

POLICY TYPE: BOARD/EXECUTIVE DIRECTOR LINKAGE

DATE OF ADOPTION: JULY 29, 2011

Policy Title: Global Board/Executive Director Linkage

The board's sole official connection to the operation of the District, its achievements, and conduct will be through an Executive Director or an Acting Executive Director.

Policy Title: Unity Of Control

Only decisions of the board acting as a body are binding on the Executive Director.

Accordingly:

Decisions or instructions of individual board members, officers, or committees are not binding on the Executive Director except in rare instances when the board has specifically authorized such exercise of authority.

Policy Title: Accountability Of The Executive Director

The Executive Director is the board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the board is concerned, is considered the authority and accountability of the Executive Director.

Accordingly:

1. The board will never give instructions to persons who report directly or indirectly to the Executive Director or to the Acting Executive Director should one be in place.
2. The board will refrain from evaluating, either formally or informally, any staff other than the Executive Director.
3. The board will evaluate successful Executive Director performance as identical to accomplishment of board-stated Ends and avoidance of board-prohibited Means.

POLICIES OF THE BOARD

POLICY TYPE: BOARD/EXECUTIVE DIRECTOR LINKAGE

DATE OF ADOPTION: JULY 29, 2011

Policy Title: Delegation To The Executive Director

The board will instruct the Executive Director through written policies that prescribe the organizational Ends to be achieved and describe the organizational situations and actions to be avoided, allowing the Executive Director to use any reasonable interpretation of these policies.

Accordingly:

1. The board will develop policies instructing the Executive Director to achieve certain results, for certain recipients, at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined levels, and will be called Ends policies.
2. The board will develop policies that limit the latitude the Executive Director may exercise in choosing organizational Means. These policies will be developed systematically from the broadest, most general level to more defined levels and will be called Executive Limitations policies.
3. As long as the Executive Director uses any reasonable interpretation of the board's Ends and Executive Limitations, the Executive Director is authorized to establish all further policies, make all decisions, take all actions, establish all practices, and develop all activities.
4. The board may change its Ends and Executive Limitations, thereby shifting the boundary between the board and Executive Director domains. By doing so, the board changes the latitude of choice given to the Executive Director. But as long as any particular delegation is in place, the board will respect and support the Executive Director's choices.

Policy Title: Monitoring Executive Director Performance

Systematic and rigorous monitoring of Executive Director job performance will be directed solely on the expected Executive Director job outputs: organizational accomplishment of board policies on Ends and organizational operation within the boundaries established in board policies on Executive Limitations.

Accordingly:

1. Monitoring is simply to determine the degree to which board policies are being met. Data that do not do this will not be considered to be monitoring data.

*Policies related to the Executive Director apply to an Acting Executive Director should one be in place.

POLICIES OF THE BOARD

POLICY TYPE: **BOARD/EXECUTIVE DIRECTOR LINKAGE**

DATE OF ADOPTION: **JULY 29, 2011**

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2. The board will acquire monitoring data by one or more of three methods: 1) by internal report, in which the Executive Director discloses compliance information to the board, 2) by external report, in which an external, disinterested third party selected by the board assesses compliance with board policies, and 3) by direct board inspection, in which a designated member or members of the board assesses compliance with the appropriate policy criteria.
 3. In every case, the standard for compliance shall be any reasonable Executive Director interpretation of the board policy being monitored.
 4. All policies that instruct the Executive Director will be monitored at a frequency and by a method chosen by the board. The board can monitor any policy at any time by any method but will ordinarily depend on a routine schedule.